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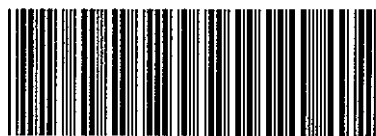
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 787446

The Registrar of Companies for England and Wales hereby certifies that
BRITISH AMERICAN RACING GRAND PRIX LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BRITISH AMERICAN RACING GP LIMITED

Given at Companies House, Cardiff, the 27th November 1998



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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



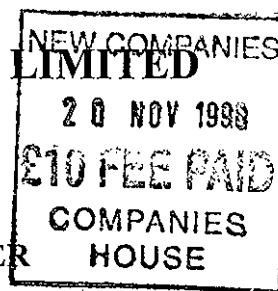
C O M P A N I E S H O U S E

HC006B

BRITISH AMERICAN RACING GRAND PRIX LIMITED

Company No. 787446

WRITTEN RESOLUTION OF THE SOLE MEMBER



We, the undersigned, being the sole member of the Company having the right to vote at General Meetings or the authorised agents of such member, signify our assent to the passing of the Resolution set out below as a Special Resolution and under the provisions of the Company's Articles of Association to the effect that such Resolution shall be deemed to be effective as if it had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

That the name of the Company be changed to British American Racing GP Limited.

Dated 12th November 1998

A handwritten signature, possibly 'S. Smith', enclosed within a large oval.

For and on behalf of British American
Racing (Holdings) Limited

